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MARVEL TEAM-UP

FEATURING

SPIDER-MAN™ AND DEATHLOK™

FRENZY IN THE
NOT-TOO-DISTANT
FUTURE!

THE
BATTLE YOU
DEMANDED--THE
WEB-SLINGER
VERSUS THE
DEMOLISHER!

THE CRUCIAL QUESTION IS...
**"AM I NOW... OR
HAVE I EVER BEEN?"**
THE ANSWER WILL ASTONISH YOU!



STAN LEE PRESENTS: **SPIDEY AND DEATHLOK--TOGETHER!**

BILL MANTLO . SAL BUSCEMA & MIKE ESPOSITO . JOHN COSTANZA . P. GOLDBERG . MARV WOLFMAN
STORY ART LETTERS COLORS EDITOR

...AM I NOW or HAVE I EVER BEEN?

FUTURE SHOCK:
PART II

"IT'S NO USE TALKING ABOUT IT,"
ALICE SAID... "I KNOW I SHOULD
HAVE TO GET THROUGH THE LOOKING-
GLASS AGAIN... AND THERE'D BE AN
END OF ALL MY ADVENTURES!"
--THROUGH THE LOOKING-GLASS

EXTANT PROBABILITY
OF SYSTEMS-PERIL:
96.005%... RESULTING
FROM UNEXPLAINED
ENERGY-PRINTOUT IN
THIS SECTOR.

YEAH? WELL YOU
JUST KEEP TRACKIN'
IT, 'PUTER!

TIMES SQUARE'S
BEEN CRAWLIN'
WITH MUTIES AND
CANNIBALS EVER
SINCE RYKER'S GOONS
STARTED LOSIN'
THEIR GRIP ON
THE CITY AWHILE
BACK! *

AN' I WANT TO
MAKE SURE I GET
THEM BEFORE
THEY GET ME!

TIMES SQUARE!
THEN THAT MEANS
I'M BACK IN NEW
YORK AGAIN!

BUT WHEN??

AND WHO'S THIS
JOKER--AND WHY'S
HE TALKING TO
HIMSELF?

* FOR A FULL ACCOUNT OF
DEATHLOK'S ADVENTURES, SEE
ASTONISHING TALES 33-36 -- MARV.

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OR IS HE? HE
SEEMS TO BE GETTING
ANSWERS FROM
SOMEWHERE!

NONE OF THIS MAKES
ANY SENSE! THE
RUINS SEEM NEWER
THAN THOSE OF
KILLRAVEN'S TIME--*

TARGET PINPOINTED.

--LESS VEGETATION
GROWING UP THROUGH
THE RUBBLE! BUT THAT
STILL DOESN'T
TELL ME WHEN--



UH OH! UGLY'S TURNING
MY WAY! ALMOST AS IF
HE SENSES ME WITHOUT
SEEING ME!

AND SINCE I
DON'T KNOW
WHAT HIS
GAME IS
YET--

--I'D BETTER
REMOVE MY LITTLE
SPIDER-Self
FROM THE LINE
OF FIRE--

--AND KEEP A
WATCH ON
GLAMOUR-
PUSS FROM
ABOVE!

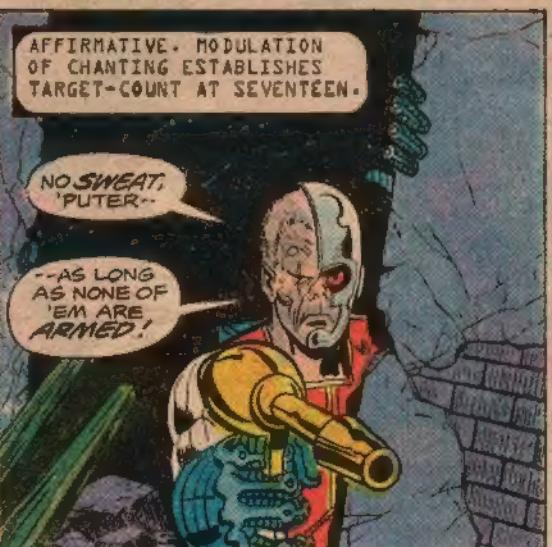


AFFIRMATIVE. MODULATION
OF CHANTING ESTABLISHES
TARGET-COUNT AT SEVENTEEN.

NO SWEAT,
'PUTER--

--AS LONG
AS NONE OF
'EM ARE
ARMED!

HE'S POINTING THAT
PISTOL OF HIS
OUT TOWARDS THE
STREET!



AND WHAT SPIDEY
SEES IS...

...KIDS! HE'S GONNA WIPE
OUT A BUNCH OF KIDS!!?



NO WAY,
MAN!

I DON'T CARE WHERE
I AM--OR WHAT YEAR
THIS IS--



--GUNNING
DOWN KIDS
JUST DOESN'T
MAKE IT--
ANY TIME!

...ALERT.
DANGER FROM...

NO
WAY!!

WHO IN
BLAZES--?

...ABOVE.
REPEAT...DANGER
FROM ABOVE...

AT THE SOUND OF
BATTLE, THE KIDS
TURN.



WIDE-EYED AND
STARING...THEY
COOK...

...BUT IT CAN'T
TRULY BE SAID
THAT THEY SEE.

THERE IS SOMETHING ELSE
AT WORK HERE. SOMETHING
VAGUE--

...DISASSOCIATED FROM REALITY. SOMETHING
LIFTING SIGHTLESSLY THROUGH THE RUINED
CANYON OF 42ND STREET--

...AS ONE OF
THE YOUTHS
BEGINS TO CHANT.



SORRY IF I LOUSED UP
YOUR AIM, PAL--

--BUT SNIPERS
NEVER RATED VERY
HIGH ON MY TOP
TEN!

NOW SUPPOSE YOU
TELL ME WHAT ALL
THIS IS ABOUT--
AND WHERE I AM--
BEFORE--

YOU IDIOT! THEY'VE
SPOTTED US!

IT'S ONLY A
MATTER OF SECONDS
BEFORE--

THE CHANTING STOPS.
THE PLAZA IS SILENT.

LIFE, OF A SORT, BEGINS TO
ANIMATE THE BLANK STARES
OF THE YOUTHS.

LIFE... AND SOME-
THING ELSE--!

ALERT. DESTRUCTION IMMINENT. DELAY MAY
BE FATAL TO SYSTEM.

TOO LATE!
GET OFF ME!

WRAAMM!

OBOY! HE
TOSSSED ME OFF
LIKE A DOG
SHAKES HIS
FLEAS!

AND WHAT I
THOUGHT WAS
SOME KIND OF
METAL SUIT--
IS HIM!

OKAY, WEB-
HEAD, NOW
WHAT YOU
GOTTA FIND
OUT IS--IS
HE A MAN--OR
A ROBOT?
OR BOTH?!

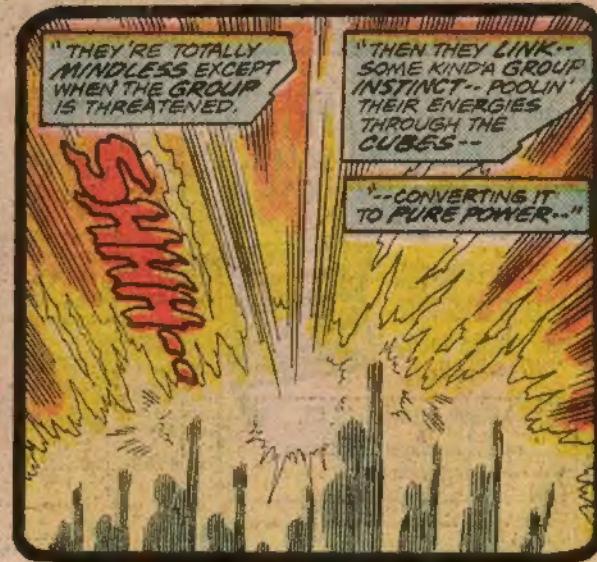
STILL GOT A
CHANCE!
IF I CAN
REACH MY
LASER--

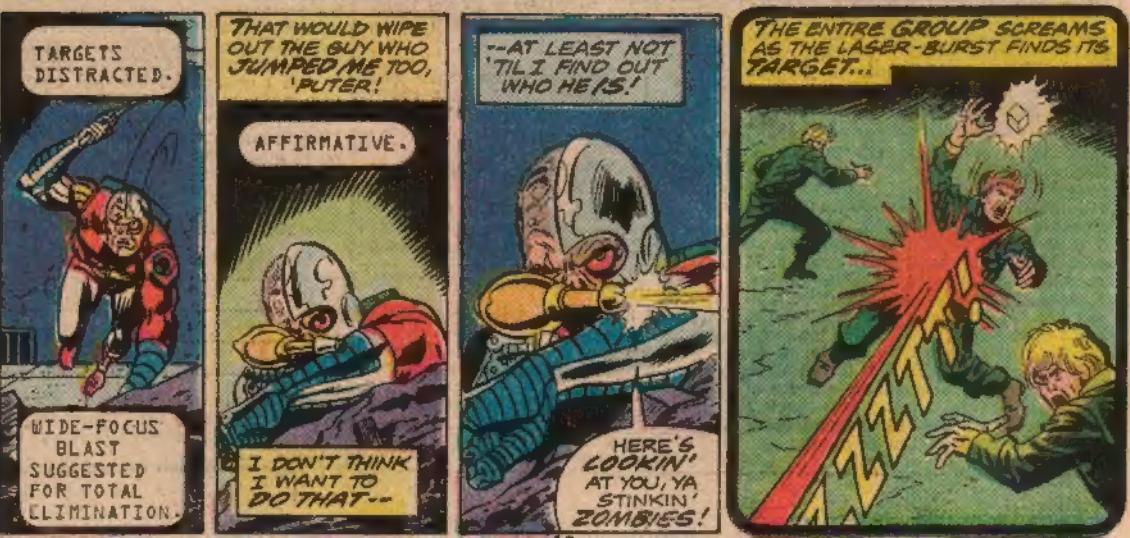
ALERT...
ALERT...

AN EMOTION IS NOW
APPARENT ON THE
YOUNG FACES...
AN EMOTION THAT
IS OVERWHELMING--

--SUBJUGATING REASON, OVER-
SHADOWING FEAR, THE CUBES
IN THEIR CLENCHED FISTS BLAZE
BRILLIANTLY... FED
BY THE EMOTION.











--AN' I'D KINDA LIKE
TO SEE TO IT THAT
IT AIN'T ME!

IF YOU'RE COMIN',
PAL--BRING ALONG
THE MUTIE!

WE MAY
NEED HIM
TO FIND HIS
GROUP!

OKAY, DEATHLOK--
I'M WITH YOU--
BECAUSE I DON'T
KNOW WHERE ELSE
TO BE RIGHT NOW!

AND BECAUSE I'VE
GOT TO FIND OUT FOR
SURE WHETHER
EVERYTHING'S
GONE!

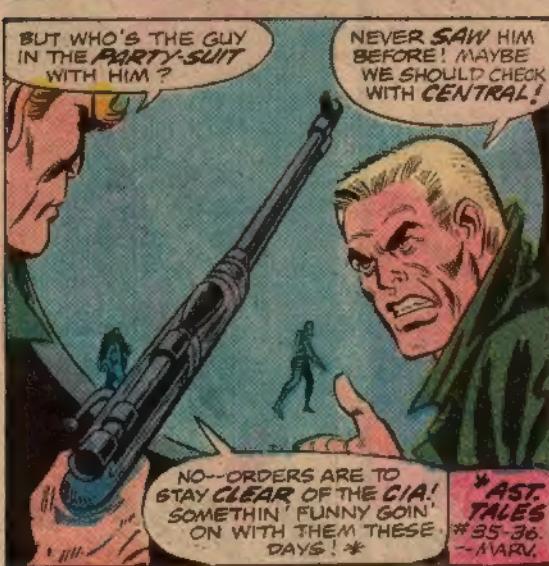
I JUST CAN'T BUY
A WORLD WITHOUT A
PETER PARKER--
A MARY JANE--
EVEN A JONAH
JAMESON! NOT
JUST LIKE
THAT!



"SURE, PARKER--AND MAYBE IT'S ALL A BAD DREAM BROUGHT ON BY TOO MANY ICE CREAM SODAS--AND I'LL WAKE UP SOON AND TAKE MJ TO A MOVIE!"

"THEN AGAIN--
WHAT IF I DON'T
WAKE UP???"

'BOUT TIME!
WE BEEN WAITIN'
ALL MORNING--
CYBORG'S COMING
INTO SIGHT,
STRAKE!
LATCHED ONTO THE
OMNI-COMPUTER
SIGNALS COMIN'
FROM THAT FREAK!





THE BODY LAYS QUIETLY ON THE STREET. THE BOY HAD NEVER SPOKEN, NEVER UTTERED A SOUND SINCE HIS CUBE HAD BEEN TAKEN FROM HIM.



TARGET LOCATED. SNIPERS
HIDDEN WITHIN BILLBOARD
ABOVE STREET.

YER GETTIN'
SLOW, 'PUTER--

--I SPOTTED 'EM FIVE
SECONDS AGO'

YOU MISSED DEATHLOK,
STRAKE-- AND NOW
HE'S SPOTTED US!

SHUT UP,
GRISSEOM!

THE CYBORG CAN'T HIT US,
FROM THE ANGLE HE'S FIRIN'
AT-- AN' HE CAN'T GET BACK ONTO
THE STREET WITHOUT US GETTIN' HIM!

SO IT'S GONNA BE LIKE
SHOOTIN' FISH IN A
BARREL! PICKIN' 'EM
OFF NICE 'N EASY--

IT'S THE DUDE IN
THE COSTUME!

HE'S MOVIN' SO FAST
I CAN'T DRAW A BEAD
ON 'M!

"GRISSEOM!
LOOK!"

"SWINGIN' AT US ON
SOME KINDA WEB!!

"HOLD IT! HE'S SWINGIN'
RIGHT INTO THE CROSS-
HAIRS!"

"THIS IS IT!
THERE AIN'T NO
WAY I CAN MISS
THIS TIME!"

THE SNIPER'S FINGER
TIGHTENS ON THE TRIGGER,
SLOWLY SQUEEZING BACK.
SURE OF HIS TARGET.

BUT, IN LESS TIME THAN IT
TAKES TO READ THESE LINES
HIS TARGET'S UPON HIM...

...AND IT'S A WHOLE
NEW BALLGAME!

YOU KNOW
SOMETHING,
PAL?

ONCE THAT RIFLE
IS TAKEN AWAY FROM
YOU-- YOU'RE JUST
ANOTHER SLIMY LITTLE
WEASEL!

NOT MUCH OF A
MAN-- NOT EVEN
MUCH OF A
MURDERER!

IN FACT--
YOU'RE NOT
MUCH OF
ANYTHING!!

KERR!





"OURS--
AND IN
SPADES!"

THE CHANTING FILLS THE
RUBBLE-STREWN STREET. THE
CUBES CLUTCHED IN WHITE-
KNUCKLED FISTS BEGIN TO
GLOW.

THEIR EYES ARE
STILL BLANK, BUT THIS
TIME THEIR ENERGY
HAS FOUND A FOCUS--

--A LEADER, WHO
HAS BOUND THE
GROUP TOGETHER
WITH A DESIRE
THAT OVERRIDES
THEIR MINDLESS
FORAGING.

A DESIRE FOR...
REVENGE!

HERE IT COMES,
DEATHLOK! YOUR
PLAYMATES'VE
STARTED TO GLOW
AGAIN--

IT STILL TAKES 'EM
LONGER TO REACT AS
A GROUP THAN IF
THEY ACTED
INDIVIDUALLY!!

--AND
THEY'RE
POINTING
RIGHT
AT US!

AN' THAT'S OUR
CHANCE! TO MOVE
BEFORE THEY CAN
FIGURE OUT WHAT'S
HAPPENIN'!

TROUBLE
IS--

--EVEN IF WE MOVE
FAST ENOUGH TO BEAT
THE BLAST UP HERE--

--WE STILL GOTTA
FACE 'EM DOWN ON
THE STREET!"

STRAMM!

LOOK AT 'EM,
DEATHLOK! LOOK
WHAT THEY'RE
DOING!

THE MINUTE
WE HIT GROUND
THE GROUP
SPLIT UP!

WHICH MAKES IT A
LOT EASIER FOR
US TO TAKE 'EM ON!

ONE
BY
ONE!

BUT WHY WOULD THEY GIVE UP
THE ADVANTAGE OF GROUP
STRENGTH--

--AND COME AT
US SINGLY??

THEY'RE SO
TOTALLY DISORG-
ANIZED THIS WAY THAT
THEY CAN'T HOPE TO
ACCOMPLISH ANYTHING!

LIKE I SAID
BEFORE,
PAL--

--NOT ONLY DO
THEY NOT THINK
INDIVIDUALLY--

--BUT WHEN
THEY'RE HUNGRY
IT KIND OF WIPES
OUT EVERYTHING
ELSE!!

YEAH.
I GUESS I WAS TRYING TO
FORGET THAT ASPECT OF
THIS WHOLE THING!

THAT'S THE PART YOU
CAN'T FORGET, CHUM!
THE PART THAT ALLOWED
RYKER AN' THE
MILITARY TO
CHANGE PEOPLE...

--THAT ALLOWED 'EM
TO TAKE OVER AN'
DO WHATEVER THEY
WANTED--

THE BATTLE IS
SHORT-LIVED.

HALF THEIR NUMBER EITHER
UNCONSCIOUS OR SLAIN, THE
REMNANTS OF THE MINDLOCKED
GROUP BREAK OFF THE FIGHT...

...AND RUN, MINDLESSLY, TO
WANDER, REFORM AND REGROUP
AGAIN...ENDLESSLY.

THAT'S THAT. IT'S ALWAYS THE
SAME! THEIR HUNGER BUILDS
UP UNTIL THEY CAN'T
STAND IT--

--AN' THEN
THEY HIT
AN' RUN!

SOUNDS
A LITTLE
LIKE YOU,
DEATHLOK!

YEAH, PAL--I'M AS
DRIVEN AS THE REST!
BUT ME-- I GOT A
REASON!

THIS WORLD--AN' BEIN'
NORMAL-- WAS ALL
TAKEN AWAY FROM ME
BY A DUDE NAMED
RYKER!

AN' I
INTEND
TO GET IT
BACK!

YOU MAKE IT SOUND AS IF
THESE KIDS ASKED TO BE
TURNED INTO IRRADIATED
FREAKS, DEATHLOK! THAT
THEY LIKE WHAT THEY'VE
BEEN FORCED TO BECOME!

SOMEHOW I
DON'T THINK
EVEN YOU
BELIEVE
THAT!

LOOK AT HIM, DEATHLOCK!
UNDER HIS MASK HE'S
JUST A KID--
YOUNGER THAN ME!

OR IS IT THE SYSTEM
THAT MADE HIM--AND
YOU--WHAT YOU'RE
REALLY UP AGAINST?

IT'S A WONDERFUL
LIFE YOU'VE
GOT HERE--

IS HE
WHAT YOU
SHOULD BE
FIGHTING?

AND IF
IT IS-- --I PRAY IT'S NOT
TOO LATE TO CHANGE
IT!

...LEAVING THE COMPUTERIZED WARRIOR
OF A TIME THAT MAY-- OR MAY NOT-- BE
FACING THE COLD RUINS OF A ONCE-PROUD
CITY.

I THINK IT'S
ABOUT TIME I DID
WHAT I BEEN
MEANIN' TO DO,
PUTER--

--AN' HAD THAT
SHOWDOWN
BETWEEN ME AN'
RYKER ONCEAN'
FOR ALL!*



* IT TAKES PLACE IN
AST. TALES #36-- MARV.

AFFIRMATIVE.

WITHIN THE ALLEY HOVERS THE
TIME-PLATFORM OF VICTOR VON
DOOM... THE VEHICLE THAT CARRIED
SPIDEY FROM PAST TO FUTURE AND
BACK AGAIN... AND WITH A FLASH,
IT'S GONE...

OUR STUPENDOUS
STORYLINE CONTINUES
IN MARVEL
TWO-IN-ONE #17.

BACK IN THE
PRESENT AS
SPIDEY

TEAMS UP WITH THE
EVER-LOVIN' BLUE-EYED

THING

TO FACE A (DARE WE SAY IT?)
BLAST FROM THE PAST!



BE
THERE!